

NOVIT, L.P.
Form 4
July 09, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
NOVIT, L.P.

2. Issuer Name and Ticker or Trading Symbol
CTD HOLDINGS INC [CTDH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
966 HUNGERFORD DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/23/2018

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

ROCKVILLE,, MD 20850

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership: Indirect Beneficial Ownership (Instr. 4)
Common Stock ⁽¹⁾	05/23/2018		C	V	Amount 1,900,000 (A) or (D) Price <u>(2)</u>	8,371,428	D ⁽³⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series B Convertible Preferred Stock ⁽¹⁾	\$ 0.25	05/23/2018		C	4,750	<u>(1)</u>	<u>(1)</u>	Common Stock	1,900,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NOVIT, L.P. 966 HUNGERFORD DRIVE ROCKVILLE,, MD 20850		X		
Novit U.S., Inc. 966 HUNGERFORD DRIVE ROCKVILLE,, MD 20850		X		
Kusmierz Katarzyna 966 HUNGERFORD DRIVE ROCKVILLE,, MD 20850		X		

Signatures

/s/ Francis Patrick
Ostronic, VP 06/28/2018

 Signature of Reporting Person Date

/s/ Francis Patrick
Ostronic, VP 06/28/2018

 Signature of Reporting Person Date

/s/ Katarzyna Kusmierz 06/28/2018

 Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Reflects the automatic conversion of Series B Convertible Preferred Stock ("Series B Preferred") into Common Stock upon the filing of (1) Articles of Amendment to the Issuer's Articles of Incorporation increasing the Issuer's authorized shares of Common Stock. The conversion is an exempt transaction pursuant to Rule 16b-7 under the Securities Exchange Act of 1934, as amended.

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- (2) The Series B Preferred were included in "Units" purchased by the reporting person for \$100 per Unit. Each Unit consisted of one share of Series B Preferred convertible into 400 shares of Common Stock and one warrant to purchase 400 shares of Common Stock.

Represents securities directly owned or disposed of by Novit, L.P. ("Novit"). Each of the other Reporting Persons are indirect beneficial

- (3) owners of such securities as follows: Novit U.S., Inc. is the general partner of Novit, and Katarzyna Kusmierz is the trustee of the NAP Trust, which indirectly owns all of the outstanding partnership interests in Novit.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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